

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Orig Print: CRED. RGTS - 06975

Proforma Number: 1879796

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Bill Print: BENTLEY PHILIP - 02495

Bill Frequency: M

Matter Name: CREDITOR COMMITTEE

Supv Print: MAYER THOMAS MOERS - 03976

Status: ACTIVE

Matter Opened: 07/27/2001

Employee Name	Hours	Amount	Bill	W/o / W/u	Transfer To	Clnt/Mtr	Carry Forward
BENTLEY, PHILIP	2.00	1,130.00					
MAYER, THOMAS MOERS	0.30	207.00					
BECKER, GARY M.	20.00	9,900.00					
Total:	22.30	11,237.00					

BILLING INSTRUCTIONS FOR UNBILLED TIME SUMMARY

Code Description	Amount	Bill	W/o / W/u	Transfer To	Clnt/Mtr	Carry Forward
0820 PHOTOCOPYING	20.85					
0910 LONG DIST. TELE.	57.09					
Costs Total:	77.94					

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : BANKR. MOTIONS

Matter Opened : 07/27/2001

Orig Ptnr : CRD. RGTS - 06975
Bill Ptnr : BENTLEY PHILIP - 02495
Supv Ptnr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

Special Billing Instructions:

PRE-BILLING SUMMARY REPORT

UNBILLED TIME FROM: 11/01/2004
UNBILLED DISB FROM: 11/08/2004TO: 11/30/2004
TO: 11/29/2004

FEES

35,374.00

COSTS

883.42

GROSS BILLABLE AMOUNT:
AMOUNT WRITTEN DOWN:
PREMIUM:ON ACCOUNT BILLED:
DEDUCTED FROM PAID RETAINER:

AMOUNT BILLED:

THRU DATE:

CLOSE MATTER/FINAL BILLING?
EXPECTED DATE OF COLLECTION:

11/30/2004

11/29/2004

YES OR NO

BILLING PARTNER APPROVAL:

BENTLEY PHILIP - 02495

WRITE OFF APPROVAL (necessary for write downs over \$2,000.00)

BILLING COMMENTS:

ACCOUNTS RECEIVABLE TOTALS

UNAPPLIED CASH

FEES:

DISBURSEMENTS:

FEE RETAINER:

DISB RETAINER:

TOTAL OUTSTANDING:

49,444.00

888.29

0.00

0.00

50,332.29

UNIDENTIFIED RECEIPTS:

PAID FEE RETAINER:

PAID DISB RETAINER:

TOTAL AVAILABLE FUNDS:

0.00

0.00

0.00

0.00

0.00

BILLING HISTORY

DATE OF LAST BILL:

LAST BILL NUMBER:

12/14/04

401557

LAST PAYMENT DATE:

ON ACCOUNT FEES BILLED TO DATE:

TOTAL FEES BILLED TO DATE:

FEES WRITTEN OFF TO DATE:

11/16/04

77,690.00

0.00

77,690.00

-34,930.00

FOR ACCTG USE ONLY:

Write Down/Up Reason Codes:

- (1) Exceeded Fixed Fee
- (2) Late Time & Costs Posted
- (3) Pre-arranged Discount

- (4) Excessive Legal Time
- (5) Business Development
- (6) Summer Associate
- (7) Fixed Fee
- (8) Premium
- (9) Rounding

- (10) Client Arrangement

BILL NUMBER:

DATE OF BILL:

Processed by:

FRC:

CRC:

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : BANKR. MOTIONS

Matter Opened : 07/27/2001

Orig Printr : CRED. RGTS - 06975
Bill Printr : BENTLEY PHILIP - 02495
Supv Printr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

U N B I L L E D T I M E S U M M A R Y

Emp Id	Employee Name	Group	Oldest	Latest	Total Unbilled	Hours	Amount
02495	BENTLEY, PHILIP	CRED	11/03/04	11/30/04	6.40	3,616.00	
03976	MAYER, THOMAS MOERS	CRED	11/02/04	11/08/04	4.00	2,760.00	
06366	HERZOG, BARRY	TAX	11/01/04	11/22/04	11.50	6,037.50	
05292	BECKER, GARY M.	CRED	11/01/04	11/29/04	11.10	5,494.50	
05338	NOVOD, GORDON	CRED	11/07/04	11/30/04	38.40	14,976.00	
06230	SEGAL, AMANDA J	CRED	11/08/04	11/08/04	4.50	1,125.00	
05208	PARAPROFESSIONALS	CRED	11/05/04	11/08/04	4.80	936.00	
06091	MANGUAL, KATHLEEN	CRED	11/12/04	11/12/04	0.60	117.00	
06110	SHEA, JAMES	CRED	11/30/04	11/30/04	1.60	312.00	
06110	SEIDMAN, EMILY	CRED					
Total:					82.90	35,374.00	

Sub-Total Hours : 21.90 Partners 11.10 Counsels 42.90 Associates 7.00 Legal Assts 0.00 Others

U N B I L L E D C O S T S S U M M A R Y

Code	Description	Oldest Entry	Latest Entry	Total Unbilled	Total Amount
0820	PHOTOCOPYING	11/08/04	11/23/04	61.65	
0841	RESEARCH SERVICES	11/10/04	11/10/04	14.00	
0842	DOCUMENT PREP.	11/10/04	11/12/04	116.00	
0885	LONG-DISTANCE TEL.	11/29/04	11/29/04	0.29	
0917	WESTLAW ON - LINE RESEARCH	11/08/04	11/08/04	7.20	
0921	LEXIS / NEXIS ON -LINE RESEAR	11/08/04	11/08/04	633.21	
0943	IN-HOUSE/MEALS	11/17/04	11/24/04	51.07	
Total					883.42
Grand Total					36,257.42

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:23)

Bill Date Thru Date Bill#	Fee & OA	Billed	Disbursement	Applied From OA	Collections	Balance Due
YEAR 2002						
06/17/03 05/31/03	371897	1,450.00	198.00		1,648.00	
08/31/03 07/31/03	375389	2,677.50	.00		2,677.50	12/26/03
09/30/03 08/31/03	376733	2,138.50	.00		2,138.50	12/08/03
11/14/03 09/30/03	379590	2,444.00	.00		2,444.00	12/26/03
11/30/03 10/31/03	380293	4,425.00	.00		4,425.00	07/02/04
12/31/03 11/30/03	381784	4,533.50	.00		4,533.50	02/27/04
01/29/04 12/31/03	382765	3,544.50	1.80		3,546.30	02/27/04
02/25/04 01/31/04	384579	261.50	.00		261.50	04/13/04

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Orig Ptnr : CRED. RGTS - 06975

Proforma Number: 1879796

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Bill Ptnr : BENTLEY PHILIP - 02495

Bill Frequency: M

Matter Name : BANKR. MOTIONS

Supv Ptnr : MAYER THOMAS MOERS - 03976

Status : ACTIVE

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:23)

Bill Date Thru Date Bill#	Billed		Applied		Collections		Balance Due
	Fee & OA	Disbursement	From OA	Total	Date		
04/30/04 02/29/04 388529	2,233.00	4.50		2,237.50	06/29/04		
05/27/04 04/30/04 390208	1,039.50	4.05		1,043.55	08/03/04		
06/29/04 05/31/04 391727	2,827.50	.00		.00			2,827.50
07/31/04 06/30/04 392045	1,667.50	.00		1,667.50	10/18/04		
08/23/04 06/30/04 394084	1,138.50	.00		1,138.50	11/16/04		
09/29/04 07/31/04 396938	693.00	.00		693.00	11/16/04		
10/28/04 08/31/04 398416	198.00	.00		.00			198.00
10/31/04 09/30/04 398942	1,237.50	.00		.00			1,237.50
11/22/04 10/31/04 400444	9,807.00	4.87		.00			9,811.87
12/14/04 10/31/04 401557	35,374.00	883.42		.00			36,257.42
Total:	77,690.00			28,454.35			50,332.29

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Matter No: 056772-00005

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : BANKR. MOTIONS

Matter Opened : 07/27/2001

Orig Print : CRED. RGTS - 06975

Bill Print : BENTLEY PHILIP - 02495

Supv Print : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status : ACTIVE

U N B I L L E D T I M E	D E T A I L	Hours	Amount	Index#	Batch Date
Employee Name	Work Date				
BECKER, GARY M.	11/01/04 Conf. Mayer and Herzog re motion to impose trading restrictions (0.5); arrange conf. with Debtors representatives and emails re same (0.4).	0.90	445.50	5393903	11/11/04
HERZOG, BARRY	11/01/04 Discs. w/T. Mayer and G. Becker re: equity trading restrictions; rev. notice 2003-65	1.30	682.50	5396057	11/12/04
MAYER, THOMAS MOERS	11/02/04 Conferences Caton, Novod, Bentley re gearing up team for future litigation in connection with plan, trading limitation order (.4); prepare for (.5) and participate in (1.) call with Herzog, Becker, Riegel, Novod, W.R. Grace team (Bob Torolla, Elise Falon, Tod Mains), K&E tax partner re trading restriction order and preservation of NOLs.	1.90	1,311.00	5389982	11/08/04
BECKER, GARY M.	11/02/04 Prepare for and conf. with debtor representatives re equity trading restrictions and tax issues (2.0); conf. with Weschler and Herzog re same (0.5).	2.50	1,237.50	5393902	11/11/04
HERZOG, BARRY	11/02/04 Conf. call to disc. equity trading restrictions; related discs. and analysis	3.90	2,047.50	5396056	11/12/04
MAYER, THOMAS MOERS	11/03/04 Conferences Caton, Novod, Bentley re gearing up team for future litigation in connection with plan, trading limitation order (.4); prepare for (.5) and participate in (1.) call with Herzog, Becker, Riegel, Novod, W.R. Grace team (B. Torolla, E. Falon, T. Mains), K&E tax partner re trading restriction order and preservation of NOLs.	1.90	1,311.00	5389984	11/08/04
BENTLEY, PHILIP	11/03/04 Discs GB and T. Weschler re stock trading motion	0.20	113.00	5395436	11/12/04
BENTLEY, PHILIP	11/04/04 Discs TW, TM, GB and voicemail re stock trading motion	0.80	452.00	5395439	11/12/04
MANGUHL, KATHLEEN	11/05/04 Legal Research (pacer) of cases re: transfer of equity interest; retrieval of numerous pleadings per G. Novod (4.0)	4.00	780.00	5392116	11/10/04
BENTLEY, PHILIP	11/05/04 Discs BH and GB re stock trading motion	0.30	169.50	5395438	11/12/04
HERZOG, BARRY	11/05/04 Disc. and analysis re: trading restrictions	0.80	420.00	5396058	11/12/04
NOVOD, GORDON	11/07/04 Research re NOLs and equity restrictions. (1.9).	1.90	741.00	5423170	12/01/04

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Orig Print: CRD. RGTS - 06975

Proforma Number: 1879796

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Bill Print: BENTLEY PHILIP - 02495

Bill Frequency: M

Matter Name: BANKR. MOTIONS

Supv Print: MAYER THOMAS MOERS - 03976

Status: ACTIVE

Matter Opened: 07/27/2001

UNBILLED TIME	DETAIL	Description	Hours	Amount	Index#	Batch Date
BECKER, GARY M.	11/08/04	Conf. T. Maynes re tax information for stock trading restrictions (0.2); Attention to preparing objection to motion to impose stock trading restrictions, including direction to Novod and Segal re drafting and research (1.0); prepare for and conf. with Herzog, Bentley and Rigel re tax issues associated with stock trading restriction, including reviewing document from Maynes (2.0); conf. with T. Maynes at Kirkland re trading restriction tax issues (1.0); conf. with T. Meschler, Committee Chair, re trading restriction issues (0.8); conf. J. Baer re scheduling of stock trading motion and other plan issues (0.5); follow up conf. Bentley and Herzog re trading restrictions motion (0.4); conf. Mayer re trading restrictions motion (0.3).	6.20	3,069.00	5393901	11/11/04
BENTLEY, PHILIP	11/08/04	Extensive discs Herzog, Rigel, GB, Maynes and TW re response to stock trading motion, and work on same	4.20	2,373.00	5395437	11/12/04
SEGAL, AMANDA J	11/08/04	Research on stock trading restrictions. For G. Becker and G. Novod.	3.20	800.00	5395996	11/12/04
SEGAL, AMANDA J	11/08/04	Meeting w/ G. Novod regarding stock trading restrictions.	0.90	225.00	5395997	11/12/04
SEGAL, AMANDA J	11/08/04	Mtg. w/ G. Becker regarding stock trading restrictions.	0.40	100.00	5395998	11/12/04
HERZOG, BARRY	11/08/04	Conf. call, discs and analysis re: trading restrictions.	3.90	2,047.50	5396442	11/12/04
NOVOD, GORDON	11/08/04	Research regarding equity trading motion. (0.4). Disc. w/ Gary B. (0.2). Disc. w/ A. Segal. (0.1). Email to Gary B. (0.1). Discs. w/ K. Mangual. (0.5). Draft pleading regarding equity trading objection. (3.2). Meeting w. A. Segal. (0.5).	5.00	1,950.00	5397247	11/15/04
MANGUAL, KATHLEEN	11/08/04	email various pleading re: equity transfer; retrieve and pdf from docket per GN (.8)	0.80	156.00	5412599	11/23/04
MAYER, THOMAS MOERS	11/08/04	Conferences G. Becker re timing of hearing on equity trading limitations, obtaining updated info. for committee on true threat to NOLs, deadline for filing objections (.2).	0.20	138.00	5443373	12/14/04
BECKER, GARY M.	11/09/04	Conf. Bentley and with Mayer re stock trading motion (0.3).	0.30	148.50	5393900	11/11/04

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : BANKR. MOTIONS

Matter Opened : 07/27/2001

Orig Print : CREED. RGTS - 06975

Bill Print : BENTLEY PHILIP - 02495

Supv Print : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

U N B I L L E D T I M E	D E T A I L	Description	Hours	Amount	Index#	Batch Date
Employee Name	Work Date					
NOVOD, GORDON	11/10/04	Disc. w/ T. mayer. (0.1). Disc. w/ G. Becker re equity trading motion. (0.1). Revision to pleading regarding same. (3.5).	3.70	1,443.00	5397246	11/15/04
BENTLEY, PHILIP	11/10/04	Discs M. Brodsky, Zilinsky, Baer and GB re stock trading motion	0.50	282.50	5406441	11/17/04
BECKER, GARY M.	11/10/04	Conf. Bentley and Herzog re claims trading restriction motion (0.4).	0.40	198.00	5411967	11/22/04
NOVOD, GORDON	11/11/04	Draft objection with respect to equity trading restrictions emergency motion and interim order. (2.3). Disc. w/ Phil B. re same. (0.1).	2.40	936.00	5408585	11/19/04
NOVOD, GORDON	11/12/04	Draft objection with respect to equity trading restrictions emergency motion and interim order. (2.1).	2.10	819.00	5408581	11/19/04
BECKER, GARY M.	11/12/04	Review ADR motion (0.3).	0.30	148.50	5411968	11/22/04
SHEA, JAMES	11/12/04	Prepare file of UAL v. State Street adversary pleadings for GN (0.6)	0.60	117.00	5412210	11/22/04
NOVOD, GORDON	11/15/04	Legal research re equity trading restrictions emergency motion and interim order. (2.3).	2.30	897.00	5408582	11/19/04
NOVOD, GORDON	11/16/04	Draft objection with respect to equity trading restrictions emergency motion and interim order. (4.7).	4.70	1,833.00	5408583	11/19/04
NOVOD, GORDON	11/17/04	Draft objection with respect to equity trading restrictions emergency motion and interim order. (3.6).	3.60	1,404.00	5408584	11/19/04
NOVOD, GORDON	11/18/04	Draft objection with respect to equity trading restrictions emergency motion and interim order. (2.6). Disc. w/ Gary B. re same. (0.3).	5.20	2,028.00	5409695	11/19/04
HERZOG, BARRY	11/21/04	Research re objection. (2.3). Rev. debtor's objection to Sealed Air settlement	0.80	420.00	5414079	11/23/04
HERZOG, BARRY	11/22/04	Disc. trading restrictions w/PB, related analysis	0.80	420.00	5414080	11/23/04
NOVOD, GORDON	11/22/04	Legal research re objection. (0.9).	0.90	351.00	5416741	11/29/04
BENTLEY, PHILIP	11/22/04	Discs BH, TM re stock trading motion	0.20	113.00	5424823	12/01/04
BECKER, GARY M.	11/29/04	Review motion to extend exclusivity and email exchange Bentley re same.	0.50	247.50	5426876	12/01/04
NOVOD, GORDON	11/30/04	Disc. w/ Jon K., Gary B. re NOLs and other cases. (0.4). Email to Jon K. re same. (0.2). Revisions to memo re same. (0.9). Further revisions to memo re same. (3.8). Email to T. Mayer. (0.2). Disc. w/ Emily S. re case. (0.2). Email to Emily S. (0.2). Disc. w/ Jon K. (0.5). Emails to T. Mayer. (0.2).	6.60	2,574.00	5422568	12/01/04

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: BANKR. MOTIONS

Matter Opened: 07/27/2001

Orig Print: CRD, RGTs - 06975

Bill Print: BENTLEY PHILIP - 02495

Supr Print: MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status: ACTIVE

UNBILLED TIME DETAIL
Employee Name Work Date

Description

Hours

Amount

Index#

Batch Date

BENTLEY, PHILIP
SEIDMAN, EMILY11/30/04 Discs BH and GN re stock trading motion
11/30/04 Obtained documents in UAL per G Novod and J
Koevary (1.6)0.20
1.60113.00
312.005424822 12/01/04
5425177 12/01/04

Fee Total

82.90

35,374.00

Fee Total

82.90

35,374.00

UNBILLED COSTS DETAIL
Description/Code

Employee

Date

Amount

Index#

Batch No

Batch Date

PHOTOCOPYING

0820

PHOTOCOPYING
SEGAL AMANDA J

SEGAL, A J

11/08/04

4.95

6762490

136823

11/09/04

PHOTOCOPYING
NOVOD GORDON

NOVOD, G N

11/22/04

15.60

6779495

137440

11/23/04

PHOTOCOPYING
NOVOD GORDON

NOVOD, G N

11/23/04

15.90

6781243

137527

11/24/04

PHOTOCOPYING
NOVOD GORDON

NOVOD, G N

11/23/04

25.20

6781244

137527

11/24/04

0820 PHOTOCOPYING Total: 61.65

RESEARCH SERVICES
RESEARCH SERVICES

0841

RESEARCH SERVICES
11/10/2004

HALVEY, J H

11/10/04

14.00

6787336

137653

12/01/04

0841 RESEARCH SERVICES Total: 14.00

DOCUMENT PREP.

0842

DOCUMENT PREP.
11/10/2004

KOSCAL, T M

11/10/04

16.00

6774405

137260

11/17/04

DOCUMENT PREP.
11/10/2004

BLYTH, B B

11/10/04

60.00

6767594

137108

11/15/04

DOCUMENT PREP.
11/12/2004

SHARPE, A S

11/12/04

40.00

6768408

137132

11/15/04

0842 DOCUMENT PREP. Total: 116.00

LONG-DISTANCE TEL.

0885

LONG-DISTANCE TEL.
4342970

MAYER, T M

11/29/04

0.29

6786091

137630

11/30/04

0885 LONG-DISTANCE TEL. Total: 0.29

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

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Bill Ptnr : BENTLEY PHILIP - 02495

Bill Frequency: M

Matter Name : BANKR. MOTIONS

Supv Ptnr : MAYER THOMAS MOERS - 03976

Matter Opened : 07/27/2001

Status : ACTIVE

UNBILLED COSTS DETAIL

Employee

Date

Amount

Index#

Batch No

Batch Date

WESTLAW ON - LINE RE 0917

NOVOD, G N 11/08/04

7.20

6789598 137701

12/01/04

0917 WESTLAW ON - LINE RE Total :

7.20

LEXIS / NEXIS ON -L 0921

SEGAL, A J

11/08/04

633.21

6792875 138065

12/03/04

LEXIS / NEXIS ON -LINE RESEARCH

0921 LEXIS / NEXIS ON -L Total :

633.21

IN-HOUSE/MEALS 0943

IN-HOUSE/MEALS

NOVOD, G N

11/17/04

11.46

6775587 137332

11/18/04

IN-HOUSE/MEALS

NOVOD, G N

11/24/04

19.61

6786709 137644

11/30/04

IN-HOUSE/MEALS

NOVOD, G N

11/24/04

20.00

6786710 137644

11/30/04

0943 IN-HOUSE/MEALS Total :

51.07

Costs Total :

883.42

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00005

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : BANKR. MOTIONS

Matter Opened : 07/27/2001

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Supv Print : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status : ACTIVE

BILLING INSTRUCTIONS FOR UNBILLED TIME SUMMARY

Employee Name	Hours	Amount	Bill	W/o / W/u	Transfer To	Clnt/Mtr	Carry Forward
BENTLEY, PHILIP	6.40	3,616.00					
MAYER, THOMAS MOERS	4.00	2,760.00					
HERZOG, BARRY	11.50	6,037.50					
BECKER, GARY M.	11.10	5,494.50					
NOVOD, GORDON	38.40	14,976.00					
SEGAL, AMANDA J	4.50	1,125.00					
MANGUHL, KATHLEEN	4.80	936.00					
SHEA, JAMES	0.60	117.00					
SEIDMAN, EMILY	1.60	312.00					
Total:	82.90	35,374.00					

BILLING INSTRUCTIONS FOR UNBILLED COSTS SUMMARY

Code Description	Amount	Bill	W/o / W/u	Transfer To	Clnt/Mtr	Carry Forward
0820 PHOTOCOPYING	61.65					
0841 RESEARCH SERVICES	14.00					
0842 DOCUMENT PREP.	116.00					
0885 LONG-DISTANCE TEL.	0.29					
0917 WESTLAW ON - LINE RESEARC	7.20					
0921 LEXIS / NEXIS ON -LINE R	633.21					
0943 IN-HOUSE/MEALS	51.07					

Costs Total :

883.42

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

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Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00007

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: REORGANIZATION PLAN

Matter Opened: 07/27/2001

Orig Pctr: CRED. RGTS - 06975

Bill Pctr: BENTLEY PHILIP - 02495

Supv Pctr: MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status: ACTIVE

Special Billing Instructions:

PRE-BILLING SUMMARY REPORT

UNBILLED TIME FROM: 11/02/2004 TO: 11/30/2004
UNBILLED DISB FROM: 11/10/2004 TO: 11/22/2004

FEES 26,346.50 COSTS 345.98

GROSS BILLABLE AMOUNT:

AMOUNT WRITTEN DOWN:

PREMIUM:

DEDUCTED FROM PAID RETAINER:

AMOUNT BILLED:

THRU DATE:

CLOSE MATTER/FINAL BILLING?
EXPECTED DATE OF COLLECTION:

YES OR NO

11/30/2004

11/22/2004

BILLING PARTNER APPROVAL:

BILLING COMMENTS:

BENTLEY PHILIP - 02495

WRITE OFF APPROVAL (necessary for write downs over \$2,000.00)

ACCOUNTS RECEIVABLE TOTALS

FEES: 56,826.00
DISBURSEMENTS: 346.87
FEE RETAINER: 0.00
DISB RETAINER: 0.00
TOTAL OUTSTANDING: 57,172.87

UNAPPLIED CASH

UNIDENTIFIED RECEIPTS: 0.00
PAID FEE RETAINER: 0.00
PAID DISB RETAINER: 0.00
TOTAL AVAILABLE FUNDS: 0.00
TRUST BALANCE:

BILLING HISTORY

DATE OF LAST BILL: 12/14/04 LAST PAYMENT DATE: 05/27/03
LAST BILL NUMBER: 401557 ACTUAL FEES BILLED TO DATE: 56,983.50
ON ACCOUNT FEES BILLED TO DATE: 0.00
TOTAL FEES BILLED TO DATE: 56,983.50
LAST BILL THRU DATE: FEES WRITTEN OFF TO DATE: -26,346.50

FOR ACCTG USE ONLY:

Write Down/Up Reason Codes:

- | | | |
|------------------------------|--------------------------|-------------------------|
| (1) Exceeded Fixed Fee | (4) Excessive Legal Time | (7) Fixed Fee |
| (2) Late Time & Costs Posted | (5) Business Development | (8) Premium |
| (3) Pre-arranged Discount | (6) Summer Associate | (9) Rounding |
| | | (10) Client Arrangement |

BILL NUMBER: _____ DATE OF BILL: _____ Processed by: _____ FRC: _____ CRC: _____

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00007
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : REORGANIZATION PLAN
Matter Opened : 07/27/2001

Orig Ptnr : CRED. RGTS - 06975
Bill Ptnr : BENTLEY PHILIP - 02495
Supv Ptnr : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

U N B I L L E D T I M E S U M M A R Y

Emp Id	Employee Name	Group	Oldest	Latest	Total Unbilled	Hours	Amount
02495	BENTLEY, PHILIP	CRED	11/10/04	11/30/04	12.90		7,288.50
03976	MAYER, THOMAS MOERS	CRED	11/04/04	11/30/04	4.20		2,898.00
05292	BECKER, GARY M.	CRED	11/10/04	11/30/04	11.30		5,593.50
05327	RIGEL, BLAKE	TAX	11/02/04	11/30/04	21.50		9,137.50
06208	DIMOS, BILL	CRED	11/17/04	11/17/04	2.40		600.00
06228	KOEVARY, JONATHAN T	CRED	11/10/04	11/10/04	1.60		400.00
05208	PARAPROFESSIONALS	CRED	11/15/04	11/15/04	2.20		429.00
05208	MANGUAL, KATHLEEN	CRED	11/15/04	11/15/04	2.20		429.00

Total: 56.10 26,346.50

Sub-Total Hours : 17.10 Partners 11.30 Counsels 25.50 Associates 2.20 Legal Assts 0.00 Others

U N B I L L E D C O S T S S U M M A R Y

Code	Description	Oldest Entry	Latest Entry	Total Unbilled	Total Amount
0820	PHOTOCOPYING	11/22/04	11/22/04	32.70	
0917	WESTLAW ON - LINE RESEARCH	11/10/04	11/10/04	40.91	
0921	LEXIS / NEXIS ON -LINE RESEAR	11/15/04	11/15/04	112.37	
0940	CAB FARES	11/11/04	11/22/04	85.00	
0942	MEALS/IN-HOUSE	11/11/04	11/16/04	55.00	
0951	MEALS/T & E	11/22/04	11/22/04	20.00	

Total 345.98

Grand Total 26,692.48

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:24)

Bill Date	Thru Date	Bill#	Fee & OA	Billed	Disbursement	Applied From OA	Collection Date	Balance Due
03/19/03	02/28/03	367178	157.50		.00		157.50 05/27/03	169.50
10/31/04	09/30/04	398942	169.50		.00		.00	30,310.89
11/22/04	10/31/04	400444	30,310.00		.89		.00	26,692.48
12/14/04	10/31/04	401557	26,346.50		345.98		.00	
Total:			56,983.50		346.87		157.50	57,172.87

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
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Run Date & Time: 12/14/2004 13:22:24

Matter No: 056772-00007

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: REORGANIZATION PLAN

Matter Opened: 07/27/2001

Orig Print: CRED. RGTS - 06975

Bill Print: BENTLEY PHILIP - 02495

Supv Print: MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status: ACTIVE

U N B I L E D T I M E D E T A I L	Employee Name	Work Date	Description	Hours	Amount	Index#	Batch Date
RIGEL, BLAKE		11/02/04	Telephone call with TM, GB, BH and company personnel. Office conference with BH. Research regarding deductibility of reorganization expenses and proration of losses.	4.60	1,955.00	5408807	11/19/04
MAYER, THOMAS MOERS		11/04/04	Voice mail from, call with P. Bentley re latest developments in plan negotiations in light of election, greater likelihood of asbestos legislation being passed, effect on stock trading limitation order and challenge to same.	0.30	207.00	5389983	11/08/04
RIGEL, BLAKE		11/08/04	Office conference with BH, GB, PB. Research regarding 382. Office conference with BH. Research 726(a)(5) (legal rate of interest) issue.	5.30	2,252.50	5408808	11/19/04
KOEVAR, JONATHAN T		11/10/04	Discs TW, GB, J. Baer and M. Brodsky re plan issues, and work on same	1.60	400.00	5394416	11/11/04
BENTLEY, PHILIP		11/10/04	Multiple conf. Bentley re various plan issues (0.6).	2.70	1,525.50	5406437	11/17/04
BECKER, GARY M.		11/10/04	Work on plan issues, and discs GB and trade multiple emails re same	0.60	297.00	5411971	11/22/04
BENTLEY, PHILIP		11/11/04	Review and revise proposed plan and disclosure statement (1.9); conf. debtors counsel re plan revisions (0.2); prepare memo to committee re plan (1.0); conf. Bentley re plan issues (0.4); review emails re certain plan issues and comment on same (0.4).	3.90	1,930.50	5411970	11/22/04
BECKER, GARY M.		11/12/04	Work on plan issues, and discs TW, TM, GB, voicemail, B. Zirinsky, J. Freeman and ERN re same	2.20	1,243.00	5406439	11/17/04
BENTLEY, PHILIP		11/12/04	Conf. Bentley re post petition interest issues and research re same (0.8); conf. Bentley re other plan issues (0.5); send memo re plan to committee (0.3); attention to email from Meschler re plan negotiations (0.2).	1.80	891.00	5411969	11/22/04
BECKER, GARY M.		11/15/04	Research regarding 382. Review of Notice 2003-65.	3.00	1,275.00	5410847	11/22/04
RIGEL, BLAKE		11/15/04	retrieval of Plan and DS via pager; organization of such, dup and distribute internally and to committee (2.2)	2.20	429.00	5412604	11/23/04
MANGUAL, KATHLEEN		11/15/04	Review disclosure statement and plan, and multiple discs with holders re same	3.40	1,921.00	5424813	12/01/04
BENTLEY, PHILIP		11/16/04	Review plan and disclosure statement and conf. Bentley re same (1.0).	1.00	495.00	5411973	11/22/04
BECKER, GARY M.		11/17/04	Review plan and disclosure statement.	1.50	1,035.00	5408139	11/18/04

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
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Run Date & Time: 12/14/2004 13:22:24

Matter No: 056772-00007
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : REORGANIZATION PLAN
Matter Opened : 07/27/2001Orig Print : CREED. RGTS - 06975
Bill Print : BENTLEY PHILIP - 02495
Supv Print : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M
Status : ACTIVE

U N B I L L E D T I M E	D E T A I L	Hours	Amount	Index#	Batch Date
DIMOS, BILL	11/17/04 Read through disclosure statement for the debtors plan of reorganization and the attached exhibits.	2.40	600.00	5409805	11/19/04
BECKER, GARY M.	11/17/04 Research re plan issue and email Bentley re same.	0.40	198.00	5411974	11/22/04
BECKER, GARY M.	11/18/04 Research re plan distribution issues and conf. Mayer re same (0.8); conf. Koevary re interest rate issues (0.3).	1.10	544.50	5411972	11/22/04
MAYER, THOMAS MOERS	11/18/04 Call with WHX/Stonehill, equity holder, re language in plan: issuing equity "to the extent necessary," linkage to legislation? [1.2]; conference G. Becker re same [1.1]; call to G. Davis re Impath interim distribution [1.1].	0.40	276.00	5418924	11/30/04
BENTLEY, PHILIP	11/18/04 Discs TM, trade emails	0.20	113.00	5424814	12/01/04
BECKER, GARY M.	11/19/04 Conf. Rigel re tax issues in plan (0.3)	0.30	148.50	5411975	11/22/04
RIGEL, BLAKE	11/19/04 Office conference with BH. Office conference with GB.	0.50	212.50	5417627	11/29/04
BENTLEY, PHILIP	11/19/04 Trade emails re plan issues, and short memo to committee re same	0.80	452.00	5424815	12/01/04
MAYER, THOMAS MOERS	11/22/04 Conference P. Bentley re possibility of interim distribution to pay off unsecureds in Grace (.2), email Weschler re same (.2).	0.40	276.00	5418923	11/30/04
BECKER, GARY M.	11/22/04 Conf. Herzog re plan tax issues.	0.40	198.00	5426878	12/01/04
MAYER, THOMAS MOERS	11/23/04 Conference P. Bentley re possibility of interim distribution to pay off unsecureds in Grace (.2), email Weschler re same (.2).	0.40	276.00	5420306	11/30/04
BENTLEY, PHILIP	11/23/04 Discs J. Baer re plan issues	0.10	56.50	5424811	12/01/04
MAYER, THOMAS MOERS	11/29/04 Call with T. Weschler re interim distribution idea.	0.20	138.00	5420307	11/30/04
BENTLEY, PHILIP	11/29/04 Trade emails	0.10	56.50	5424812	12/01/04
RIGEL, BLAKE	11/29/04 Office conference with BH. Review of draft settlement.	2.50	1,062.50	5428441	12/01/04
MAYER, THOMAS MOERS	11/30/04 Call with Bentley re interim distribution, status of NOI analysis (.3), commence review of UAL papers on NOI trading freeze (.7).	1.00	690.00	5423918	12/01/04
BENTLEY, PHILIP	11/30/04 Discs GB, TM and GAH	0.50	282.50	5424810	12/01/04
BECKER, GARY M.	11/30/04 Conf. with Rigel and Herzog re tax issues in plan of Reorganization and conf. with Bentley re same (1.0); conf. Creditors committee counsel re plan issues (0.5); conf. Koevary and Novod re plan issues (0.3).	1.80	891.00	5426877	12/01/04

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KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

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Run Date & Time: 12/14/2004 13:22:24

Matter No: 056772-00007

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: REORGANIZATION PLAN

Matter Opened: 07/27/2001

Orig Print: CRED. RGTS - 06975

Bill Print: BENTLEY PHILIP - 02495

Supv Print: MAYER THOMAS MOERS - 03976

Proforma Number: 1879796
Bill Frequency: M

Status: ACTIVE

UNBILLED TIME DETAIL
Employee Name Work Date

Description

Hours

Amount

Index#

Batch Date

RIGEL, BLAKE

11/30/04

Review of settlement agreement. Office
Conference with BH. Review of draft objection.
Office conference with GR. Research regarding
QPSS.

5.60

2,380.00

5428442 12/01/04

Fee Total

56.10

26,346.50

Fee Total

56.10

26,346.50

UNBILLED COSTS DETAIL
Description/Code

Employee

Date

Amount

Index#

Batch No

Batch Date

PHOTOCOPYING

0820

BENTLEY PHILIP

BENTLEY, P

11/22/04

32.70

6779496

137440

11/23/04

0820 PHOTOCOPYING Total:

32.70

WESTLAW ON - LINE RE
WESTLAW ON - LINE RE

0917

KOEVARY, J T

11/10/04

40.91

6789599

137701

12/01/04

0917 WESTLAW ON - LINE RE Total:

40.91

LEXIS / NEXIS ON -L

0921

LEXIS / NEXIS ON -LINE RESEARCH

RIGEL, B R

11/15/04

112.37

6792876

138065

12/03/04

0921 LEXIS / NEXIS ON -L Total:

112.37

CAB FARES 0940

MARIANNE FERGUSON, CASHI

0940

BENTLEY, P

11/11/04

11.00

6768872

137124

11/15/04

CAB FARES - VENDOR-MARIANNE FERGUSON, CASHIER

0940

BENTLEY, P

11/12/04

11.00

6768874

137124

11/15/04

MARIANNE FERGUSON, CASHI

0940

BENTLEY, P

11/15/04

11.00

6775086

137310

11/18/04

CAB FARES - VENDOR-MARIANNE FERGUSON, CASHIER

0940

BENTLEY, P

11/16/04

11.00

6775088

137310

11/18/04

MARIANNE FERGUSON, CASHI

0940

BENTLEY, P

11/22/04

41.00

6779050

137408

11/22/04

CAB FARES - VENDOR-PHILIP BENTLEY TAXI

0940

BENTLEY, P

11/22/04

41.00

6779050

137408

11/22/04

0940 CAB FARES Total:

85.00

MEALS/IN-HOUSE 0942

MARIANNE FERGUSON, CASHI

0942

BENTLEY, P

11/11/04

13.00

6768871

137124

11/15/04

MEALS/IN-HOUSE - VENDOR-MARIANNE FERGUSON,
CASHIER